

Schedule 2

Proposed Rejection Order

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

BIG LOTS, INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 24-11967 (JKS)

(Jointly Administered)

Re: D.I. [●]

**ORDER (I) AUTHORIZING THE DEBTORS TO (A) REJECT CERTAIN UNEXPIRED
LEASES EFFECTIVE AS OF JANUARY 31, 2025 AND (B) ABANDON CERTAIN
PERSONAL PROPERTY AND (II) GRANTING RELATED RELIEF**

Upon the motion (the “**Motion**”)² of the above-captioned debtors and debtors in possession (the “**Debtors**”) for entry of an order: (a) authorizing the rejection of the Initial Leases, (b) authorizing and establishing the Rejection Procedures for (i) rejecting Contracts and Leases and (ii) abandoning personal property in connection with any rejected Contract or Lease, (c) authorizing and approving the Rejection Notice to affected Counterparties and (d) granting related relief, all as more fully set forth in the Motion; and the order of this Court approving the Motion on a final basis [D.I. 461]; and the filing of the notice of rejection (the “**Rejection Notice**”) by the Debtors [D.I. [●]]; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the Amended Standing Order of Reference of the United States District Court

¹ The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective employer identification numbers, are as follows: Great Basin, LLC (6158); Big Lots, Inc. (9097); Big Lots Management, LLC (7948); Consolidated Property Holdings, LLC (0984); Broyhill LLC (7868); Big Lots Stores - PNS, LLC (5262); Big Lots Stores, LLC (6811); BLBO Tenant, LLC (0552); Big Lots Stores - CSR, LLC (6182); CSC Distribution LLC (8785); Closeout Distribution, LLC (0309); Durant DC, LLC (2033); AVDC, LLC (3400); GAFDC LLC (8673); PAFDC LLC (2377); WAFDC, LLC (6163); INFDC, LLC (2820); Big Lots eCommerce LLC (9612); and Big Lots F&S, LLC (3277). The address of the debtors’ corporate headquarters is 4900 E. Dublin-Granville Road, Columbus, OH 43081.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Motion.

for the District of Delaware, dated February 29, 2012; and this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2) and that this Court may enter an order consistent with Article III of the United States Constitution; and this Court having found that venue in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that the notice of the Rejection Notice and of the opportunity to be heard at the hearing thereon were appropriate under the circumstances and that no other notice need be provided, except as set forth herein; and this Court having reviewed the Rejection Notice, and having heard the statements and argument in support of the relief requested at a hearing, if any, before this Court (the “**Hearing**”); and this Court having determined that the legal and factual bases set forth in the Rejection Notice and at any Hearing establish just cause for the relief granted herein; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor, it is **HEREBY ORDERED THAT:**

1. The Lease listed on **Schedule 1** attached hereto is hereby rejected as of January 31, 2025 (the “**Rejection Date**”) or, for a real property Lease, the later of (A) the Rejection Date; (B) the date upon which the applicable Debtor surrenders in writing (including via email) the premises to the landlord and returns the keys, key codes, or security codes, as applicable (or certifies in writing that the landlord is authorized to change the locks); and (C) such other date to which the Debtors and the applicable Counterparty have agreed to.

2. The Debtors are authorized, but not directed, to abandon any abandoned property described on **Schedule 1** attached hereto, and any abandoned property of the Debtors remaining in the leased premises after the Rejection Date shall be deemed abandoned as of the Rejection Date.

3. All applicable landlords or their designees shall be authorized to use or dispose of any abandoned property without notice or liability to any Debtor or consenting non-Debtor third party and without further order of the Court, and, to the extent applicable, the automatic stay is modified to allow such disposition.

4. Nothing herein shall prejudice the rights of the Debtors to argue that any of the Contracts or Leases were terminated prior to the Rejection Date; that any claim for damages arising from the rejection of any Contract is limited to the remedies available under the termination provision of such Contract; or that any such claim is an obligation of a third party and not that of the Debtors or their estates.

5. Nothing in this Order shall be deemed or construed as an approval of an assumption of any lease, sublease, or contract pursuant to section 365 of the Bankruptcy Code.

6. Notwithstanding the relief granted in this Order and any actions taken pursuant to such relief, nothing in this Order shall be deemed: (i) an admission as to the amount of, basis for, or validity of any claim against the Debtors; (ii) a waiver of the Debtors' or any other party's right to dispute any claim; (iii) a promise or requirement to pay any particular claim; (iv) an admission that any particular claim is of a type described in the Motion; (v) an admission as to the validity, priority, enforceability, or perfection of any lien on, security interest in, or other encumbrance on property of the Debtors' estates; or (vi) a waiver of any claims or causes of action which may exist against any entity under the Bankruptcy Code or any other applicable law.

7. Notice of the Rejection Notice is deemed good and sufficient notice of the relief requested therein.

8. Notwithstanding Bankruptcy Rule 6004(h), this Order shall be effective and enforceable immediately upon its entry.

9. The Debtors are authorized to take all actions that are necessary and appropriate to effectuate the relief granted in this Order.

10. This Court retains jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

Schedule 1

Schedule of Rejected Contracts and Leases Abandoned Property

#	Store #	Store Address	Debtor Entity	Landlord Entity	Landlord Address	Effective Rejection Date	Personal Property
1	1886	3410 HIGHWAY 6, SUGAR LAND, TX	Big Lots Stores, LLC	SL & MLX, LLC	5950 CORPORATE DRIVE, HOUSTON, TX, 77036	1/31/2025	Racking, Office Furniture, IT Equipment, Storage Units, Filing Cabinets, Signage, G&A items, Miscellaneous Items, Cleaning and Maintenance Equipment, Shopping Carts, Other Miscellaneous Fixtures, Display Coolers
2	4470	930 S HIGHWAY 395 STE A, HERMISTON, OR	Big Lots Stores-PNS, LLC	TETON VENTURE, LLC	C/O DICKERHOOF PROPERTIES, LLC, 777 NE SECOND STREET, SUITE 200, CORVALLIS, OR, 97330	1/31/2025	Racking, Office Furniture, IT Equipment, Storage Units, Filing Cabinets, Signage, G&A items, Miscellaneous Items, Cleaning and Maintenance Equipment, Shopping Carts, Other Miscellaneous Fixtures, Display Coolers
3	4465	1070 BIDDLE RD, MEDFORD, OR	Big Lots Stores-PNS, LLC	BEAR CREEK PARTNERS I LLC	1360 N LOUISIANA ST #A 167, KENNEWICK, WA, 99336-7171	1/31/2025	Racking, Office Furniture, IT Equipment, Storage Units, Filing Cabinets, Signage, G&A items, Miscellaneous Items, Cleaning and Maintenance Equipment, Shopping Carts, Other Miscellaneous Fixtures, Display Coolers
4	4148	1201 W NASA PKWY, WEBSTER, TX	Big Lots Stores-PNS, LLC	BERETANIA PROPERTY INVESTMENTS, LLC	C/O WESTCO PROPERTY MANAGEMENT, 2219 SAWDUST RD STE 805, THE WOODLANDS, TX, 77380	1/31/2025	Racking, Office Furniture, IT Equipment, Storage Units, Filing Cabinets, Signage, G&A items, Miscellaneous Items, Cleaning and Maintenance Equipment, Shopping Carts, Other Miscellaneous Fixtures, Display Coolers
5	4677	1300 DISC DR, SPARKS, NV	Big Lots Stores-PNS, LLC	ECOL PARTNERSHIP, LLC	C/O MCKENZIE PROPERTIES, 5520 KIETZKE LANE, STE 400, RENO, NV, 89511	1/31/2025	Racking, Office Furniture, IT Equipment, Storage Units, Filing Cabinets, Signage, G&A items, Miscellaneous Items, Cleaning and Maintenance Equipment, Shopping Carts, Other Miscellaneous Fixtures, Display Coolers

#	Store #	Store Address	Debtor Entity	Landlord Entity	Landlord Address	Effective Rejection Date	Personal Property
6	1087	23741 HWY 59 STE 30, PORTER, TX	Big Lots Stores, LLC	PORTERWOOD SHOPPING CENTER INVESTMENTS, LLC	C/O LandPark Commercial, LLC, 2550 Gray Falls, Ste. 400, HOUSTON, TX, 77077	1/31/2025	Racking, Office Furniture, IT Equipment, Storage Units, Filing Cabinets, Signage, G&A items, Miscellaneous Items, Cleaning and Maintenance Equipment, Shopping Carts, Other Miscellaneous Fixtures, Display Coolers
7	1922	100 E FAIRVIEW AVE, MERIDIAN, ID	Big Lots Stores, LLC	KACI WSC, LLC	C/O KACI PROPERTY MANAGEMENT, INC., 4700 N MAPLEWOOD DR, BOISE, ID, 83703	1/31/2025	Racking, Office Furniture, IT Equipment, Storage Units, Filing Cabinets, Signage, G&A items, Miscellaneous Items, Cleaning and Maintenance Equipment, Shopping Carts, Other Miscellaneous Fixtures, Display Coolers
8	1763	3358 CHAMBLEE TUCKER RD, ATLANTA, GA	Big Lots Stores, LLC	BRC NORTH HILLS, LLC	C/O BLUE RIDGE CAPITAL, LLC, 2566 SHALLOWFORD RD, STE 104, ATLANTA, GA, 30345	1/31/2025	Racking, Office Furniture, IT Equipment, Storage Units, Filing Cabinets, Signage, G&A items, Miscellaneous Items, Cleaning and Maintenance Equipment, Shopping Carts, Other Miscellaneous Fixtures, Display Coolers
9	4575	1675 HILLMAN STREET, TULARE, CA	Big Lots Stores- PNS, LLC	GARY A MORRIS	1003 ALLISON ROAD, PIKEVILLE, TN, 37367	1/31/2025	Racking, Office Furniture, IT Equipment, Storage Units, Filing Cabinets, Signage, G&A items, Miscellaneous Items, Cleaning and Maintenance Equipment, Shopping Carts, Other Miscellaneous Fixtures, Display Coolers
10	4655	4751 WHITE LANE, BAKERSFIELD, CA	Big Lots Stores- PNS, LLC	LEONKA LLC	154 N BOWLING GREEN WAY, LOS ANGELES, CA, 90049- 2814	1/31/2025	Racking, Office Furniture, IT Equipment, Storage Units, Filing Cabinets, Signage, G&A items, Miscellaneous Items, Cleaning and Maintenance Equipment, Shopping Carts, Other Miscellaneous Fixtures, Display Coolers

#	Store #	Store Address	Debtor Entity	Landlord Entity	Landlord Address	Effective Rejection Date	Personal Property
11	4538	700 OCEAN BEACH HWY, LONGVIEW, WA	Big Lots Stores- PNS, LLC	A I LONGVIEW LLC	5440 SW WESTGATE DR STE 250, PORTLAND, OR, 97221- 2451	1/31/2025	Racking, Office Furniture, IT Equipment, Storage Units, Filing Cabinets, Signage, G&A items, Miscellaneous Items, Cleaning and Maintenance Equipment, Shopping Carts, Other Miscellaneous Fixtures, Display Coolers
12	1200	1911 E IRELAND RD, SOUTH BEND, IN	Big Lots Stores, LLC	HIDDEN VALLEY MALL LLC	C/O CHARLES KALWITZ - MANAGER, 3415 S IRONWOOD, SOUTH BEND, IN, 46614	1/31/2025	Racking, Office Furniture, IT Equipment, Storage Units, Filing Cabinets, Signage, G&A items, Miscellaneous Items, Cleaning and Maintenance Equipment, Shopping Carts, Other Miscellaneous Fixtures, Display Coolers
13	1386	8700 W JUDGE PEREZ DR, CHALMETTE, LA	Big Lots Stores, LLC	CHALMETTE MALL, LP	701 NORTH POST OAK ROAD, SUITE 210, HOUSTON, TX, 77024- 4091	1/31/2025	Racking, Office Furniture, IT Equipment, Storage Units, Filing Cabinets, Signage, G&A items, Miscellaneous Items, Cleaning and Maintenance Equipment, Shopping Carts, Other Miscellaneous Fixtures, Display Coolers
14	4563	4215 S CARSON ST, CARSON CITY, NV	Big Lots Stores- PNS, LLC	CARSON SOUTHGATE, LLC	C/O CITY MANAGEMENT SERVICES, 8630 TECHNOLOGY WAY STE B, RENO, NV, 89521-3851	1/31/2025	Racking, Office Furniture, IT Equipment, Storage Units, Filing Cabinets, Signage, G&A items, Miscellaneous Items, Cleaning and Maintenance Equipment, Shopping Carts, Other Miscellaneous Fixtures, Display Coolers
15	4469	3019 W KENNEWICK AVE, KENNEWICK, WA	Big Lots Stores- PNS, LLC	WALLACE PROPERTIES- KENNEWICK PLAZA LLC	C/O WALLACE PROPERTIES INC., 330 112TH AVENUE NE., STE 200, BELLEVUE, WA, 98004	1/31/2025	Racking, Office Furniture, IT Equipment, Storage Units, Filing Cabinets, Signage, G&A items, Miscellaneous Items, Cleaning and Maintenance Equipment, Shopping Carts, Other Miscellaneous Fixtures, Display Coolers

#	Store #	Store Address	Debtor Entity	Landlord Entity	Landlord Address	Effective Rejection Date	Personal Property
16	4278	25260 MADISON AVE, MURRIETA, CA	Big Lots Stores-PNS, LLC	BENNETT INVESTMENT (MSP) LLC	C/O ALSTON COURTNAME & BASSETTI LLP, 600 UNIVERSITY ST, STE 2310, SEATTLE, WA, 98101	1/31/2025	Racking, Office Furniture, IT Equipment, Storage Units, Filing Cabinets, Signage, G&A items, Miscellaneous Items, Cleaning and Maintenance Equipment, Shopping Carts, Other Miscellaneous Fixtures, Display Coolers
17	5091	2544 E COLONIAL DR, ORLANDO, FL	Big Lots Stores, LLC	WEINGARTEN NOSTAT LLC	ATTN: LEGAL DEPARTMENT, 2600 CITADEL PLAZA DRIVE SUITE 125, HOUSTON, TX, 77008	1/31/2025	Racking, Office Furniture, IT Equipment, Storage Units, Filing Cabinets, Signage, G&A items, Miscellaneous Items, Cleaning and Maintenance Equipment, Shopping Carts, Other Miscellaneous Fixtures, Display Coolers
18	4639	7781 W TROPICAL PKWY, LAS VEGAS, NV	Big Lots Stores-PNS, LLC	KRG LAS VEGAS CENTENNIAL CENTER, LLC	ATTN: V.P. OF PROPERTY OPERATIONS, 30 SOUTH MERIDIAN STREET SUITE 1100, INDIANAPOLIS, IN, 46204	1/31/2025	Racking, Office Furniture, IT Equipment, Storage Units, Filing Cabinets, Signage, G&A items, Miscellaneous Items, Cleaning and Maintenance Equipment, Shopping Carts, Other Miscellaneous Fixtures, Display Coolers
19	4712	2685 Hilltop Dr, REDDING, CA	Big Lots Stores-PNS, LLC	KMR REDDING LLC	C/O ARGONAUT INVESTMENTS, 101 LARKSPUR LANDING CIR., STE 120, LARKSPUR, CA 94939	1/31/2025	Racking, Office Furniture, IT Equipment, Storage Units, Filing Cabinets, Signage, G&A items, Miscellaneous Items, Cleaning and Maintenance Equipment, Shopping Carts, Other Miscellaneous Fixtures, Display Coolers
20	4315	1815 W SLAUSON AVE, LOS ANGELES, CA	BLBO Tenant, LLC	REGENT PARK PROPERTIES LP	C/O RELIABLE PROPERTIES, 6420 WILSHIRE BLVD STE 1500, LOS ANGELES, CA, 90048-5561	1/31/2025	Racking, Office Furniture, IT Equipment, Storage Units, Filing Cabinets, Signage, G&A items, Miscellaneous Items, Cleaning and Maintenance Equipment, Shopping Carts, Other Miscellaneous Fixtures, Display Coolers

#	Store #	Store Address	Debtor Entity	Landlord Entity	Landlord Address	Effective Rejection Date	Personal Property
21	472	924 N MAIN ST, SUFFOLK, VA	Big Lots Stores, LLC	S.L. NUSBAUM REALTY	LEASE ADMINISTRATION, P.O. BOX 2491, NORFOLK, VA, 23501-2491	1/31/2025	Racking, Office Furniture, IT Equipment, Storage Units, Filing Cabinets, Signage, G&A items, Miscellaneous Items, Cleaning and Maintenance Equipment, Shopping Carts, Other Miscellaneous Fixtures, Display Coolers
22	1451	3715 COLONY DR, SAN ANTONIO, TX	Big Lots Stores, LLC	CNSN PROPERTIES, LLC	C/O RELIANCE PROPERTIES, 24165 IH 10 WEST, SUITE 217-440, SAN ANTONIO, TX, 78257-1160	1/31/2025	Racking, Office Furniture, IT Equipment, Storage Units, Filing Cabinets, Signage, G&A items, Miscellaneous Items, Cleaning and Maintenance Equipment, Shopping Carts, Other Miscellaneous Fixtures, Display Coolers
23	5278	364 US 70 W STE 1 MARION, NC	Big Lots Stores, LLC	MARION PROPERTIES LLC	10 DOERING WAY, CRANFORD, NJ, 7016	1/31/2025	Racking, Office Furniture, IT Equipment, Storage Units, Filing Cabinets, Signage, G&A items, Miscellaneous Items, Cleaning and Maintenance Equipment, Shopping Carts, Other Miscellaneous Fixtures, Display Coolers